

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
APC Workforce Solutions IV, LLC		11/30/2004	LIMITED LIABILITY COMPANY: FLORIDA
RECEIVING PARTY DATA			
Name:	PNC Bank, National Association, as Agent		
Street Address:	5200 Town Center Circle		
Internal Address:	Suite 302		
City:	Boca Raton		
State/Country:	FLORIDA		
Postal Code:	33486		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2595425	FLEXCORP	
Registration Number:	2608044	FLEXCORP SYSTEMS	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8339		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	919 286-8049		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	031558.52 NTAPCCLE		
NAME OF SUBMITTER:	Charles L. Evans		

OP \$65.00 2595425

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TRADEMARK  
REEL: 003276 FRAME: 0990

Signature:	/Charles L. Evans/
Date:	03/27/2006
<b>Total Attachments: 4</b> source=NGSI-T APC Workforce Solutions IV, LLC#page1.tif source=NGSI-T APC Workforce Solutions IV, LLC#page2.tif source=NGSI-T APC Workforce Solutions IV, LLC#page3.tif source=NGSI-T APC Workforce Solutions IV, LLC#page4.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

**United States Patent and Trademark Office**

Ladies and Gentlemen:

Please be advised that pursuant to the Revolving Credit and Security Agreement dated as of November 30, 2004 (as the same may be amended, modified, extended or restated from time to time, the "Credit Agreement") by and among APC Workforce Solutions IV, LLC, a Florida limited liability company (the "Company"), certain subsidiaries of the Company party thereto (together with the Company, each a "Borrower" and collectively, the "Borrowers") and PNC Bank, National Association, as Agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Borrower has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
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See Schedule A attached hereto.

TRADEMARK APPLICATIONS

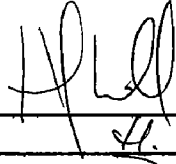
<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
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See Schedule A attached hereto.

The Borrowers and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Credit Agreement and (ii) is not to be construed as a sale or assignment of any trademark or trademark application.

Very truly yours,

APC WORKFORCE SOLUTIONS IV, LLC,  
a Florida limited liability company

By:   
Name: H. Williams  
Title: President

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION,  
as Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IP NOTICE

The Borrowers and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Credit Agreement and (ii) is not to be construed as a sale or assignment of any trademark or trademark application.

Very truly yours,

APC WORKFORCE SOLUTIONS IV, LLC,  
a Florida limited liability company

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION,  
as Agent

By:  \_\_\_\_\_

Name: RONALD J. COMITO

Title: SENIOR VICE PRESIDENT

**APC Workforce Solutions IV, LLC  
(Florida Limited Liability Company)**

**U.S. Trademarks**

**Registered Marks**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
FLEXCORP	2,595,425	7/16/02
FLEXCORP SYSTEMS	2,608,044	8/13/02

**Pending Applications**

<b>Mark</b>	<b>Application No.</b>	<b>Filing Date</b>
None.		